

PILLSBURY WINTHROP SHAW PITTMAN LLP  
DAVID M. FURBUSH # 83447

2475 Hanover Street  
Palo Alto, CA 94304-1114  
Telephone: (650) 233-4500  
Facsimile: (650) 233-4545  
david.furbush@pillsburylaw.com

RANAH L. ESMAILI # 233477  
1540 Broadway  
New York, NY 10036-4039  
Telephone: (212) 858-1000  
Facsimile: (212) 858-1500  
ranah.esmaili@pillsburylaw.com

Attorneys for Defendants Atheros  
Communications, Inc., Willy C. Shih,  
Teresa H. Meng, Craig H. Barratt,  
Andrew S. Rappaport, Dan A. Artusi,  
Charles E. Harris, Marshall L. Mohr,  
And Christine King

**UNITED STATES DISTRICT COURT**  
**NORTHERN DISTRICT OF CALIFORNIA**  
**SAN JOSE DIVISION**

JOEL KRIEGER, Individually and on Behalf  
of All Others Similarly Situated,

Plaintiff,

vs.

ATHEROS COMMUNICATIONS, INC.,  
DR. WILLY C. SHIH, DR. TERESA H.  
MENG, DR. CRAIG H. BARRATT,  
ANDREW S. RAPPAPORT, DAN A.  
ARTUSI, CHARLES E. HARRIS,  
MARSHALL L. MOHR, CHRISTINE  
KING, QUALCOMM INCORPORATED,  
AND T MERGER SUB, INC.

Defendants.

No. 5:11-CV-00640-LHK(HRL)

**DECLARATION OF DAVID M.  
FURBUSH IN SUPPORT OF THE  
ATHEROS DEFENDANTS'  
MOTION TO DISMISS FIRST  
AMENDED CLASS ACTION  
COMPLAINT**

Judge: Hon. Lucy H. Koh

Hearing Date: May 31, 2012  
Hearing Time: 1:30 p.m.  
Location: Courtroom 4, 5<sup>th</sup> Floor  
Date Action Filed: February 10, 2011

1 I, David M. Furbush, declare as follows:

2 1. I am an attorney admitted to practice before this Court and am a partner at  
3 the law firm of Pillsbury Winthrop Shaw Pittman LLP, counsel for defendants Atheros  
4 Communications, Inc. (“Atheros”), Willy C. Shih, Teresa H. Meng, Craig H. Barratt,  
5 Andrew S. Rappaport, Dan A. Artusi, Charles E. Harris, Marshall L. Mohr and Christine  
6 King (the “Atheros Defendants”) in this action. I submit this declaration in support of the  
7 Atheros Defendants’ Motion to Dismiss the First Amended Class Action Complaint.

8 2. Attached hereto as Exhibit 1 is a true and correct copy of Atheros’s  
9 Preliminary Proxy Statement, dated February 1, 2011.

10 3. Attached hereto as Exhibit 2 is a true and correct copy of Atheros’s  
11 Definitive Proxy Statement, dated February 11, 2011.

12 4. Attached hereto as Exhibit 3 is a true and correct copy of Atheros’s  
13 Definitive Additional Materials, dated March 7, 2011.

14 5. Attached hereto as Exhibit 4 is a true and correct copy of the March 4, 2011  
15 Order and Memorandum Opinion of the Delaware Court of Chancery in the action entitled  
16 *In re Atheros Comm., Inc. S’holder Litig.*, C.A. No. 6124-VCN.

17 6. Attached hereto as Exhibit 5 is a true and correct copy of the March 14, 2011  
18 Order of the Delaware Court of Chancery in the action entitled *In re Atheros Comm., Inc.*  
19 *S’holder Litig.*, C.A. No. 6124-VCN.

20 7. Attached hereto as Exhibit 6 is Atheros’s 8-K, dated March 18, 2011.

21 I declare under penalty of perjury that the foregoing is true and correct.

22 Executed this 1<sup>st</sup> day of March, 2012 at Palo Alto, CA.

23  
24 /s/ David M. Furbush

25 David M. Furbush  
26  
27  
28